

**UNITED STATES DISTRICT COURT
MIDDLE DISTRICT OF TENNESSEE**

DENITHIA PENDERGRASS AND ALENA KELLEY, Individually and On Behalf of All Others Similarly Situated,)	
)	
)	
<i>Plaintiffs,</i>)	CASE NO. 3:12-cv-01287
v.)	CIVIL ACTION
)	
CITY GEAR, LLC, a.k.a. SHELMAR RETAIL PARTNERS, LLC, et al.)	JURY TRIAL DEMANDED
)	
)	JUDGE CAMPBELL
<i>Defendants.</i>)	MAG. JUDGE KNOWLES
)	

**[PROPOSED] ORDER GRANTING FINAL SETTLEMENT APPROVAL,
AWARDING ATTORNEYS' FEES AND COSTS,
AND AWARDING SERVICE PAYMENTS**

WHEREAS this matter comes before the Court on Plaintiffs' unopposed request for:

- (1) final approval of the Settlement of this case as memorialized in the parties' Settlement Agreement (Doc. 113-1) including the award of service payments for the two named Plaintiffs, three additional original Plaintiffs, and five Opt-in Plaintiff Declarants, expenses of \$29,990.45 and attorneys' fees of \$623,336.52; and
- (2) entry of an Order and Judgment dismissing this action with prejudice; and

WHEREAS, Plaintiffs and Defendants entered into the Settlement Agreement to settle this Class and Collective action; and

WHEREAS, the Court entered an Order, dated October 15, 2013, certifying the Class for settlement purposes under Federal Rule of Civil Procedure 23 and 29 U.S.C. § 216(b) of the Fair Labor Standards Act, preliminarily approving the Settlement

Agreement, ordering Notice to Class Members, and scheduling a Final Fairness Hearing for January 17, 2014; and

WHEREAS, the Court has reviewed and considered the proposed Settlement Agreement and the unopposed submissions of the Plaintiffs in support thereof, and has held oral argument at the Final Fairness Hearing in this matter on January 17, 2014,

NOW THEREFORE,

IT IS HEREBY ORDERED, ADJUDGED AND DECREED AS FOLLOWS:

1. Notice. The Court finds that dissemination of the Notice as provided for in the Preliminary Approval Order constituted the most effective and practicable notice, under the circumstances, to all Settlement Class Members concerning the pendency of this action, the proposed Settlement and the final fairness hearing, and constituted due and sufficient notice to all persons entitled to receive notice required by due process and Rule 23(b)(3) of the Federal Rules of Civil Procedure, the Fair Labor Standards Act and any other applicable law.

2. Final Approval of the Agreement. The Court APPROVES the proposed Agreement as fair, reasonable and adequate, pursuant to Rule 23(e)(1)(C) of the Federal Rules of Civil Procedure, and as meeting the applicable standards for settlement under the Fair Labor Standards Act. The Court further finds that each and every term, provision, condition and agreement of the Settlement Agreement, including all exhibits thereto, apply and are adopted, incorporated, and made part of this Judgment, as if copied herein, and shall be effective, implemented and enforced as provided in the Settlement Agreement.

3. Service Awards. The Court approves the awards service awards of \$20,000 to Named Plaintiff Alena Kelley, \$10,000 each to Named Plaintiff Denithia

Pendergrass and original Plaintiffs Raishena Banks and Tiffany Dailey, \$5,000 to original Plaintiff Gabrielle Coleman, and \$3,000 to each of the five other Opt-in Plaintiff Declarants, which the Court finds to be reasonable, fair and appropriate.

4. Jurisdiction. The Court finds that it has jurisdiction over the subject matter of the Action, the Settlement Class Representatives, the other Settlement Class Members, and the Defendants. Without affecting the finality of the Judgment, the Court reserves exclusive and continuing jurisdiction and venue with respect to the consummation, implementation, enforcement, construction, interpretation, performance and administration of the Settlement Agreement and/or Judgment.

5. Attorneys' Fees, Costs, and Expenses. The Court awards to Settlement Class Counsel Attorneys' fees in the amount of \$623,336.52 and costs and expenses in the amount of \$29,940.45, which amounts the Court finds are fair, adequate and reasonable. These amounts shall be paid in accordance with the Settlement Agreement.

6. Dismissal with Prejudice. The Court finds that this class and collective action is hereby DISMISSED WITH PREJUDICE.

7. Entry of Judgment. There being no just reason to delay entry of this Judgment, the Clerk of the Court is ordered to enter this Judgment forthwith, pursuant to Rule 54(b) of the Federal Rules of Civil Procedure.

IT IS SO ORDERED, this _____ day of _____, 2014

HONORABLE TODD J. CAMPBELL
UNITED STATES DISTRICT JUDGE
MIDDLE DISTRICT OF TENNESSEE